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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

STEPHEN MORRIS and KELLY
McDANIEL, on behalf of
themselves and all others similarly
situated,

Plaintiffs,

v.

ERNST & YOUNG LLP, and
ERNST & YOUNG U.S., LLP,

Defendants.

Case No. 12-CV-04964 RMW (HRL)

[Assigned for all purposes to Judge
Ronald M. Whyte]

**DECLARATION OF INGRID
MCGUIRE IN SUPPORT OF
DEFENDANTS' MOTION TO
DISMISS, OR IN THE
ALTERNATIVE, STAY
PROCEEDINGS AND COMPEL
ARBITRATION**

Date: February 15, 2013
Time: 9:00 a.m.
Dept.: 6

DECLARATION OF INGRID MCGUIRE

I, Ingrid McGuire, hereby declare:

1. I am over eighteen years of age and have personal knowledge of the facts set forth herein and would testify competently to them under oath if called as a witness. I submit this declaration in support of Ernst & Young LLP's opposition to plaintiff Sarah Fernandez's motion to add a new representative.

2. I am the Director of List Management, Distribution and SCORE for defendant, Ernst & Young LLP, and have worked for defendant for over 21 years.

3. The SCORE process is Ernst & Young's Standard Communications Organization and Retrieval process. I am responsible for managing Ernst & Young's global list management system and overseeing the distribution of firm-wide communications.

4. Due to administrative expenses and the ease of e-mail communication, Ernst & Young distributes personnel documents or policies, such as the Common Ground Dispute Resolution Program (the "Program"), via e-mail to its U.S. personnel.

5. In addition, from approximately December 1999 to December 2009, Ernst & Young sent important firm announcements and policies through a daily e-mail bulletin called the Daily Connection to all U.S. personnel.

6. Ernst & Young implemented the Program in July 2002. The Program has been available in its entirety in Ernst & Young's employee manual, which it previously referred to as the "Firmwide Organization and Administration Manual" ("FOAM"), but now calls "Employee Handbook." Under both titles for many years, Ernst & Young has made this manual accessible electronically to all employees at any time. Thus, Mr. Morris was able to review the Program in its entirety at any time from the beginning of his employment in January in January 2005 through the end of his employment in February 2007.

7. On March 23, 2006, Ernst & Young distributed to its U.S. personnel, including Mr. Morris, a Daily Connection announcing revisions to the Program. A true

1 and correct copy of the portion of the March 23, 2006 Daily Connection regarding the
2 Program is attached as **Exhibit A**.

3 8. The story in the March 23, 2006 Daily Connection provided Mr. Morris
4 with a synopsis of the changes to the Program and attached the revised Program in its
5 entirety.

6 9. In addition, on April 25, 2006, Ernst & Young sent the revised Program
7 (Score No. AA7521) via e-mail to approximately 25,000 U.S. personnel, including Mr.
8 Morris. A true and correct copy of this April 25, 2006 e-mail is attached as **Exhibit B**.

9 10. Ernst & Young assigns each U.S. employee a Universal Personnel Number
10 (UPN). This number is used as the unique identifier for a specific individual. This
11 number, along with other information about the individual, such as name, business unit
12 code, and rank code, is automatically fed from Ernst & Young's human resource
13 management system to its global list management system. Because the global list
14 management system also receives data from over 84 human resources systems
15 worldwide, each country's respective personal identifier is combined with its country
16 code to derive the Global Personnel Identifier (GPI). For example, a US UPN of
17 1234567 is equivalent to a GPI of US1234567. Every e-mail distribution that Ernst &
18 Young sends through the global management system has a control number that
19 identifies the Ernst & Young e-mail recipients.

20 11. The control number for the April 25, 2006 e-mail attaching the revised
21 Program was 1448407. A true and correct copy of excerpts of the distribution report is
22 attached as **Exhibit C** (first page and the page referencing Mr. Morris).

23 12. Mr. Morris's name and his GPI (US2314079) are listed in the report, thus
24 indicating that he was sent the April 25, 2006 e-mail.

25 13. On April 25, 2006, Ernst & Young distributed to its U.S. personnel,
26 including Mr. Morris, a Daily Connection that again announced the revisions to the
27 Program. A true and correct copy of the portion of the April 25, 2006 Daily Connection
28 regarding the Program is attached as **Exhibit D**.

PROOF OF SERVICE

STATE OF CALIFORNIA, COUNTY OF LOS ANGELES

I am employed in the County of Los Angeles, State of California. I am over the age of 18 and not a party to the within action; my business address is: 2029 Century Park East, Suite 2400, Los Angeles, California 90067. On January 10, 2013, I served the foregoing document(s) described as:

**DECLARATION OF INGRID MCGUIRE IN SUPPORT OF
DEFENDANTS' MOTION TO DISMISS, OR IN THE ALTERNATIVE,
STAY PROCEEDINGS AND COMPEL ARBITRATION**

on the interested party(ies) below, using the following means:

**All parties identified for Notice of Electronic Filing
generated by the Court's CM/ECF system under the
referenced case caption and number**

☒ BY ELECTRONIC MAIL OR ELECTRONIC TRANSMISSION. Based on a court order or an agreement of the parties to accept service by e-mail or electronic transmission, I caused the document(s) to be sent to the respective e-mail address(es) of the party(ies) as stated above. I did not receive, within a reasonable time after the transmission, any electronic message or other indication that the transmission was unsuccessful.

☒ (FEDERAL) I declare that I am employed in the office of a member of the bar of this court at whose direction the service was made.

Executed on January 10, 2013 at Los Angeles, California.

Robin Splendore
[Print Name of Person Executing Proof]

Robin Splendore
[Signature]